

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 18, 1994

Merrill Lynch & Co., Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware	1-7182	13-2740599
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

World Financial Center, North Tower, New York, New York	10281-1332
(Address of Principal Executive Offices)	(Zip Code)

Registrant's telephone number, including area code: (212) 449-1000

(Former Name or Former Address, if Changed Since Last Report.)

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Item 5. Other Events

Filed herewith is the Preliminary Unaudited Earnings Summary, as contained in a press release dated October 18, 1994, for Merrill Lynch & Co., Inc. ("ML & Co.") for the three- and nine-month periods ended September 30, 1994. The results of operations set forth therein for the three- and nine-month periods ended September 30, 1994 are unaudited. All adjustments, consisting only of normal recurring accruals, that are in the opinion of management necessary for a fair presentation of the results of operations for the period presented have been included. The nature of ML & Co.'s business is such that the results for any interim period are not necessarily indicative of the results for a full year.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits.

(99) Additional Exhibits

(i) Preliminary Unaudited Earnings Summaries

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

MERRILL LYNCH & CO., INC.  
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(Registrant)

By: /s/Joseph T. Willett  
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Joseph T. Willett  
Senior Vice President,  
Chief Financial Officer

Date: October 18, 1994

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EXHIBIT INDEX  
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(99)	Additional Exhibits	
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## MERRILL LYNCH &amp; CO., INC.

## PRELIMINARY UNAUDITED EARNINGS SUMMARY

<TABLE>  
<CAPTION>

FOR THE THREE MONTHS ENDED				
PERCENT OF DOLLAR (IN THOUSANDS, CHANGE EXCEPT PER SHARE AMOUNTS) INCREASE (A) (DECREASE)	SEPT. 30, 1994	PERCENT OF REVENUES (A)	SEPT. 24, 1993	PERCENT OF REVENUES
-	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>
<C>				
REVENUES:				
COMMISSIONS	\$ 673,551	15 %	\$ 696,036	17 %
(3) %				
INTEREST AND DIVIDENDS	2,438,760	54	1,765,784	43
38				
PRINCIPAL TRANSACTIONS	653,691	14	740,539	18
(12)				
INVESTMENT BANKING	245,489	5	452,165	11
(46)				
ASSET MANAGEMENT AND PORTFOLIO SERVICE FEES	431,374	10	396,458	9
9				
OTHER	87,358	2	89,066	2
(2)	-----	-----	-----	-----
-				
TOTAL REVENUES	4,530,223	100	4,140,048	100
9				
INTEREST EXPENSE	2,227,978	49	1,506,428	36
48	-----	-----	-----	-----
-				
NET REVENUES	2,302,245	51	2,633,620	64
(13)	-----	-----	-----	-----
-				
NON-INTEREST EXPENSES:				
COMPENSATION AND BENEFITS	1,179,031	51	1,296,829	49
(9)				
OCCUPANCY	106,366	5	116,862	4
(9)				
COMMUNICATIONS AND EQUIPMENT RENTAL	110,945	5	98,140	4
13				
DEPRECIATION AND AMORTIZATION	83,301	4	73,780	3
13				
ADVERTISING AND MARKET DEVELOPMENT	96,321	4	98,900	4
(3)				
PROFESSIONAL FEES	88,799	4	70,807	3
25				
BROKERAGE, CLEARING, AND EXCHANGE FEES	82,690	3	68,283	3
21				
OTHER	165,270	7	167,720	6
(1)	-----	-----	-----	-----
-				
TOTAL NON-INTEREST EXPENSES	1,912,723	83	1,991,321	76
(4)	-----	-----	-----	-----
-				
EARNINGS BEFORE INCOME TAXES	389,522	17	642,299	24
(39)				
INCOME TAX EXPENSE	157,943	7	282,612	10
(44)	-----	-----	-----	-----
-				

NET EARNINGS (36) %	\$ 231,579	10 %	\$ 359,687	14 %
=====	=====	=====	=====	=====
PREFERRED STOCK DIVIDENDS	\$ 1,718		\$ 1,271	
	=====		=====	
NET EARNINGS APPLICABLE TO COMMON STOCKHOLDERS	\$ 229,861		\$ 358,416	
	=====		=====	
EARNINGS PER COMMON SHARE (B) : PRIMARY	\$ 1.10		\$ 1.57	
	=====		=====	
FULLY DILUTED	\$ 1.10		\$ 1.56	
	=====		=====	
AVERAGE SHARES (B) : PRIMARY	209,030		228,380	
	=====		=====	
FULLY DILUTED	209,030		229,619	
	=====		=====	

</TABLE>

(A) - REVENUES AND INTEREST EXPENSE ARE PRESENTED AS A PERCENTAGE OF TOTAL REVENUES. NON-INTEREST EXPENSES AND EARNINGS ARE PRESENTED AS A PERCENTAGE OF NET REVENUES.

(B) - ALL SHARE AND PER SHARE AMOUNTS HAVE BEEN RESTATED FOR THE TWO-FOR-ONE COMMON STOCK SPLIT, EFFECTED IN THE FORM OF A 100% STOCK DIVIDEND, PAID ON NOVEMBER 24, 1993.

MERRILL LYNCH & CO., INC.  
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PRELIMINARY UNAUDITED EARNINGS SUMMARY  
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FOR THE NINE MONTHS ENDED				
-----				
PERCENT OF				
DOLLAR				
(IN THOUSANDS,				
CHANGE				
EXCEPT PER SHARE AMOUNTS)				
INCREASE	SEPT. 30,	OF	SEPT. 24,	OF
(A)	1994	REVENUES (A)	1993	REVENUES
(DECREASE)				
-----	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>
<C>				
REVENUES:				
COMMISSIONS	\$ 2,232,328	16 %	\$ 2,088,553	17 %
7 % INTEREST AND DIVIDENDS	6,955,987	51	5,056,186	42
38 PRINCIPAL TRANSACTIONS	1,881,235	14	2,245,392	19
(16) INVESTMENT BANKING	1,011,890	7	1,311,367	11
(23) ASSET MANAGEMENT AND PORTFOLIO SERVICE FEES	1,307,532	9	1,139,007	9
15 OTHER	360,362	3	221,536	2
63	-----	-----	-----	-----
-----				
TOTAL REVENUES	13,749,334	100	12,062,041	100
14				
INTEREST EXPENSE	6,217,542	45	4,261,808	35
46	-----	-----	-----	-----
-----				

NET REVENUES	7,531,792	55	7,800,233	65
(3)	-----	-----	-----	-----
-----				
NON-INTEREST EXPENSES:				
COMPENSATION AND BENEFITS	3,825,998	51	3,840,423	49
--				
OCCUPANCY	327,948	4	456,634	6
(28)				
COMMUNICATIONS AND EQUIPMENT RENTAL	322,391	4	286,052	4
13				
DEPRECIATION AND AMORTIZATION	238,067	3	216,819	3
10				
ADVERTISING AND MARKET DEVELOPMENT	294,071	4	271,203	3
8				
PROFESSIONAL FEES	270,101	4	197,831	3
37				
BROKERAGE, CLEARING, AND EXCHANGE FEES	256,645	3	209,668	3
22				
OTHER	522,179	7	494,075	6
6				
-----	-----	-----	-----	-----
TOTAL NON-INTEREST EXPENSES	6,057,400	80	5,972,705	77
1	-----	-----	-----	-----
-----				
EARNINGS BEFORE INCOME TAXES AND CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	1,474,392	20	1,827,528	23
(19)				
INCOME TAX EXPENSE	619,245	9	780,408	10
(21)	-----	-----	-----	-----
-----				
EARNINGS BEFORE CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	855,147	11	1,047,120	13
(18)				
CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE, (NET OF APPLICABLE INCOME TAXES) (B)	--	--	(35,420)	--
N/M	-----	-----	-----	-----
-----				
NET EARNINGS	\$ 855,147	11 %	\$ 1,011,700	13 %
(15) %	=====	=====	=====	=====
=====				
PREFERRED STOCK DIVIDENDS	\$ 4,594		\$ 3,945	
	=====		=====	
NET EARNINGS APPLICABLE TO COMMON STOCKHOLDERS	\$ 850,553		\$ 1,007,755	
	=====		=====	
EARNINGS PER COMMON SHARE (C):				
PRIMARY:				
EARNINGS BEFORE CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	\$ 3.98		\$ 4.61	
CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE (B)	--		(0.16)	
	-----		-----	
NET EARNINGS	\$ 3.98		\$ 4.45	
	=====		=====	
FULLY DILUTED:				
EARNINGS BEFORE CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	\$ 3.97		\$ 4.58	
CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE (B)	--		(0.16)	
	-----		-----	
NET EARNINGS	\$ 3.97		\$ 4.42	
	=====		=====	
AVERAGE SHARES (C):				
PRIMARY	213,935		226,635	
	=====		=====	
FULLY DILUTED	214,050		228,144	
	=====		=====	

</TABLE>

(A) - REVENUES AND INTEREST EXPENSE ARE PRESENTED AS A PERCENTAGE OF TOTAL REVENUES. NON-INTEREST EXPENSES, CUMULATIVE EFFECT OF CHANGE IN

ACCOUNTING PRINCIPLE, AND EARNINGS ARE PRESENTED AS A PERCENTAGE OF  
NET REVENUES.

- (B) - 1993 RESULTS REFLECT THE ADOPTION OF STATEMENT OF FINANCIAL ACCOUNTING  
STANDARDS NO. 112.
- (C) - ALL SHARE AND PER SHARE AMOUNTS HAVE BEEN RESTATED FOR THE TWO-FOR-ONE  
COMMON STOCK SPLIT, EFFECTED IN THE FORM OF A 100% STOCK DIVIDEND,  
PAID ON NOVEMBER 24, 1993.